

August 2, 2010

Filed via ECFS

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

RE: TRICOM USA, INC. APPLICATION FOR AUTHORITY TO TRANSFER CONTROL OF
BLANKET DOMESTIC SECTION 214 APPLICATION, WC DOCKET No.10-150:
Supplemental Filing

Dear Ms. Dortch:

On behalf of Tricom USA, Inc., the transferor in the above-referenced application, and transferee AMZAK Capital Management, LLC ("AMZAK") and its wholly-owned subsidiary Broadband Investments Limited ("Broadband") (*pro forma* transferee), this supplement is being submitted at the request of Commission staff in the Wireline Competition Bureau with regard to the above-referenced application.

Specifically, staff has requested that the applicants provide information concerning whether any person or entity in the final ownership chain of Tricom USA, Inc. as described in the above-referenced application holds any telecommunications interests in domestic carriers that could be considered affiliates of the applicants, and if so, where service is provided. This request is pursuant to Section 63.04(a)(7) of the Commission's Rules.

On behalf of Tricom USA, Inc., AMZAK, Broadband, and the persons and entities set forth in Exhibit B of the above-referenced application (which Exhibit B reflects the final, current ownership chain), this supplemental filing confirms that none of these entities or persons hold telecommunications interests in domestic carriers that could be considered affiliates of the transferor Tricom USA, Inc. or the transferee AMZAK (or its wholly-owned subsidiary Broadband).

Commission staff has also asked the applicants to clarify why approval was not sought prior to the transfer of control of Tricom USA, Inc. to AMZAK (followed by the *pro forma* transfer of control to Broadband.) As briefly described in the above-referenced application, and in the request for special temporary authority, filed separately, the exact indirect ownership of Tricom USA, Inc. could not be determined prior to the issuance of stock pursuant to the Plan of Reorganization under the United States bankruptcy laws.

When the applicants filed the Section 214 assignment applications seeking approval of the reorganization, they indicated they were providing estimates of the equity ownership percentages that would be expected to be held by each ten percent or greater interest holder in Hispaniola Telecom Holdings, Ltd. ("Hispaniola"), the holding company holding at least 99% of the ownership interests of reorganized ultimate parent Tricom, S.A., based upon a reasonable analysis of likely holdings post-reorganization. AMZAK was not expected at that time to increase its ownership share above 50 percent. However, AMZAK ultimately acquired further unsecured claims for borrowed money against Tricom, S.A. and its subsidiaries. As a result, when the reorganization was consummated, AMZAK held a 57.2 equity ownership interest in Hispaniola.

Additional unexpected complications followed, including a change in Tricom's general counsel and a change in Tricom's outside federal communications counsel (which occurred outside of Tricom's control when counsel departed from a bankruptcy court-approved law firm and new counsel at a firm already approved by the bankruptcy court had to be retained). As new communications counsel prepared to file the consummation notice for the April 7, 2010 reorganization, counsel determined in consultation with Tricom USA, Inc. officials that AMZAK had gone above 50 percent equity ownership in Hispaniola, and that the filing for approval submitted to the Commission in connection with the bankruptcy reorganization did not anticipate AMZAK's additional unsecured claims (which resulted in the higher equity ownership percentage upon the consummation of the reorganization).

The parties promptly reported AMZAK's greater than 50 % equity ownership and the *pro forma* transfer to AMZAK's wholly-owned subsidiary Broadband in the consummation notice filed on May 7, 2010 and indicated they would seek approval for the transfer of control. Working with new outside and inside counsel, the parties then needed time to gather information concerning further ownership changes, including information on a new 20.5 percent owner, PTY Capital Partners. The applicants understand their obligations under the Communications Act and Commission regulations and wanted to ensure consents were obtained to reflect the current ownership while making certain the correct information was gathered. The parties submit that the complications of the bankruptcy reorganization process where unexpected claims were acquired which increased AMZAK's resulting equity ownership above the expected amount, combined with the changes in counsel, resulted in the transfer of control before new approval had been obtained from the Commission.

Please do not hesitate to contact the undersigned if you have any questions regarding the foregoing.

Respectfully submitted,



Michelle W. Cohen

cc: tracey.wilson-parker@fcc.gov
jodie.may@fcc.gov
dennis.johnson@fcc.gov